



DEPARTMENT OF CONSUMER & REGULATORY AFFAIRS
District of Columbia Government
Corporations Division

Articles of Merger or Share Exchange of Domestic For-Profit Corporation
Form DBU-5, Version 1, January 2012.

This form will allow for one or more domestic business corporations to merge with one or more domestic or foreign business corporations or to acquire all of the shares of one or more classes or series of shares of another domestic or foreign business corporation in exchange for shares or other securities, eligible interests, obligations, rights to acquire shares or other securities, cash, other property, or any combination of the foregoing, pursuant to a plan of share exchange.

ENTITY TYPE

FILING FEE

Domestic Filing Entity

Refer to Corporate Fee Schedule posted online;

Under the provisions of the Title 29 of D.C. Code (Business Organizations Act), the domestic filing entity listed below hereby applies for a Certificate of Merger or Share Exchange and for that purpose submits the statement below.

1. The names of the parties to the merger or share exchange

2. If the articles of incorporation of the survivor of a merger are amended, or if a new corporation is created as a result of a merger, the amendments to the survivor's articles of incorporation or the articles of incorporation of the new corporation.
(may attach the statement)

3. The effective date.

4. Plan of merger or share exchange has the following provision in relation to the approval by shareholders:
(select 4A or 4B)

4A. The plan was duly approved by the shareholders and, if voting by any separate voting group was required, by each such separate voting group, in the manner required by § 29-309.06 and the articles of incorporation.

4B. The plan of merger or share exchange did not require approval by the shareholders of a domestic corporation that was a party to the merger or share exchange.

5. The participation of the foreign corporation was duly authorized as required by the laws of the foreign jurisdiction.

If you sign this form you agree that anyone who makes a false statement can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405;

6. Name of the Governor or Authorized Person.

6A. Signature of the Governor or Authorized Person.

7. Name of the Governor or Authorized Person.

7A. Signature of the Governor or Authorized Person.

Mail all forms and required payment to:

Department of Consumer and Regulatory Affairs
Corporations Division
PO Box 92300
Washington, DC 20090
Phone: (202) 442-4400

Corporate Online Services Information:

Many corporate filings are available by using CorpOnline Service. Go to CorpOnline site at <https://corp.dcr.dc.gov>, create the profile, access the online services main page and proceed. Online filers must pay by using the credit card.

Please check dcr.dc.gov to view organizations required to register, to search business names, to get step-by-step guidelines to register an organization, to search registered organizations, and to download forms and documents. Just click on "Corporate Registrations."